

**MINUTES OF THE BOARD OF DIRECTORS MEETING OF  
KLAMATH RIVER RENEWAL CORPORATION  
February 22, 2018**

1. Time and Place. The Board of Directors (“Board”) of Klamath River Renewal Corporation (the “Corporation”) held its Board of Directors meeting on February 22, 2018 at 9 a.m. Pacific time.
2. Attendance. The following Directors of the Corporation were present:

<b>Board Member</b>	<b>Appointing Authority</b>
Michael Carrier	State of Oregon
Lester Snow	State of California
Jim Root	State of Oregon
Michael Barr	State of California
Ricardo Cano	State of California
Laura Rose Day	American Rivers, California Trout, Northern California Council Federation of Fly Fishers, Sustainable Northwest, Trout Unlimited
Wendy George	Karuk Tribe
Michael Gerel	American Rivers, California Trout, Northern California Council Federation of Fly Fishers, Sustainable Northwest, Trout Unlimited
Thomas Jensen	Institute for Fisheries Resources and Pacific Coast Federation of Fishermen’s Associations
Theodore Kulongoski (by telephone)	State of Oregon
Leon Szeptycki	State of California
Scott Williams	Yurok Tribe
Krystyna Wolniakowski	State of Oregon

No members of the Board were absent.

The following guests were also present by invitation of the Board:

<b>Name</b>	<b>Title and Affiliation</b>
Mark Bransom	Executive Director, Klamath River Renewal Corporation
Brian Johnson (Board alternate)	California Director, Trout Unlimited
Glen Spain (Board alternate) (by telephone)	Northwest Regional Director, Pacific Coast Federation of Fishermen's Associations and the Institute for Fisheries Resources
Cheryl Barth	Chief Financial Officer, California Environmental Associates

Matt Baun (by phone)	Klamath Basin Coordinator, U.S. Fish and Wildlife Service
Oscar Biondi	Water Quality Certification Program Staff, California State Water Resources Control Board
Chuck Bonham	Director, California Department of Fish and Wildlife
Richard Roos-Collins	Principal, Water and Power Law Group PC
Kevin Takei	Staff Counsel, California Department of Fish and Wildlife
Steve Edmondson	Assistant Regional Administrator, Federal Energy Regulatory Branch, NOAA Fisheries
Jennifer Frozena (via phone)	General Attorney, Office of the Solicitor, U.S. Department of the Interior
Seth Gentzler (via phone)	Vice President, Hydrology and Hydraulics Practice Manager, AECOM
Terri Reaves Gilmore (via phone)	Special Assistant, Deputy Regional Director's Office, U.S. Bureau of Reclamation
Anika Marriott	Assistant Attorney General, Oregon Department of Justice
Dave Meurer	Community Liaison, Klamath River Renewal Corporation
Brady Moss	Assistant Secretary for Policy, California Natural Resources Agency
Nell Scott	Klamath Restoration Director, Trout Unlimited
Dustin Till	Senior Counsel, Pacific Power, PacifiCorp
Darcy Wheelles (via phone)	Director, California Environmental Associates

3. Call to Order. Mr. Carrier called the meeting to order and acted as Chair thereof, and Ms. Murveit acted as Recording Secretary of the meeting. After a roll call of Directors, Mr. Carrier announced that a quorum of the Directors was present and that the meeting, having been duly convened, was ready to proceed with its business.
4. Approval of Agenda. Upon motion duly made by Mr. Barr, seconded by Ms. George, and further discussion, the agenda was unanimously approved.
5. Approval of Minutes. Mr. Carrier presented the minutes of the December 13, 2017 Board meeting for approval. Upon motion duly made by Mr. Barr, seconded by Ms. Rose Day, the minutes were unanimously approved.
6. Comments from the President and Executive Director. Mr. Carrier welcomed all Directors and guests to the meeting and provided an overview of the status of the work of the Corporation. Mr. Bransom provided further comments on the work of the Corporation and focus of the Executive Director's efforts.

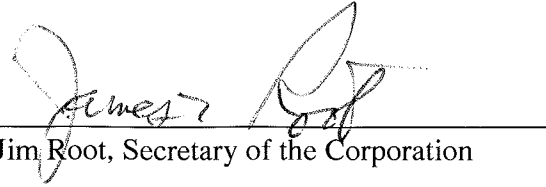
- a. Mr. Carrier then introduced guests of the meeting. Federal and state agency guests provided introductory comments to the Board.
7. Introduction of Dave Meurer, KRRC Community Liaison. Mr. Meurer introduced himself and provided an overview of the outreach work he has conducted to date.
8. Presentation by Trout Unlimited. Ms. Scott presented on Trout Unlimited's Upper Klamath Basin restoration work projects. There was discussion about these projects.
9. 2018 Work Program and Schedule of Board Activities. Mr. Bransom presented the KRRC's 2018 Work Program including external and internal activities and Board engagement in these activities. There was discussion about the Work Program and Board's engagement in the Corporation's activities.
10. Financial Update. Mr. Root presented an update on the Corporation's financials. Mr. Root, Ms. Barth, and Mr. Bransom led a discussion about the FY 2018-2019 budget planning process. It was decided that the FY 2018-2019 Budget would be finalized at the May 15, 2018 Board meeting. Ms. Barth discussed the draft Form 990 for FY 2016-2017.
11. Regulatory Proceedings Update. Mr. Bransom and Mr. Roos-Collins presented on the status of the License Transfer and Surrender applications to the Federal Energy Regulatory Commission ("FERC") and Clean Water Act Section 401 Certifications, including California Environmental Quality Act ("CEQA") and the Definite Plan. There was discussion about the applications, Definite Plan, and timeline.
12. Communications Update. Mr. Kulongoski, Mr. Bransom, and Ms. Murveit presented the communications and external affairs work of the Corporation since the last Board meeting, including an overview of recent outreach meetings and the Corporation's Communications Summit with Lucas Public Affairs.
13. Consideration and Adoption of Policy Updates. Ms. Barth introduced updated policies for Board consideration to implement the Allocation of Authorities framework, as approved by the Board on December 13, 2017.
  - a. Expenditure Approval Process. Upon motion duly made by Mr. Snow, seconded by Ms. George, and further discussion, the Expenditure Approval process update was unanimously approved.
  - b. Internal Controls for Expenditures. Upon motion duly made by Mr. Snow, seconded by Ms. George, and further discussion, the Internal Controls for Expenditures policy was unanimously approved.
  - c. Expense and Mileage Reimbursement Policy. Upon motion duly made by Ms. George, seconded by Mr. Jenson, and further discussion, the Expense and Mileage Reimbursement policy was unanimously approved with an amendment to the footnote that KRRC will cover the cost of purchase of additional rental car insurance.

14. Upcoming Meeting Dates and Location. There was discussion of 2018 Board meeting dates and locations. It was decided that the April 18, 2018 meeting will take place by phone.
15. Executive Session. Upon motion duly made by Mr. Snow, seconded by Ms. Rose Day, and unanimously carried, the Board moved into Executive Session to discuss personnel and legal matters. It was decided that the Corporation will submit the roster for the independent Board of Consultants, as proposed by staff and KRRC's technical representative, AECOM, to FERC. Upon motion duly made by Mr. Williams, seconded by Mr. Szeptycki, and unanimously carried, the Board returned to general session.
16. Adjourn. There being no further business to come before the Board, upon motion duly made by Mr. Jensen, seconded by Mr. Gerel, and unanimously carried, the meeting was adjourned at 3:56 p.m. Pacific time.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Anna Murveit", written over a horizontal line.

Anna Murveit, Recording Secretary

A handwritten signature in cursive script, appearing to read "Jim Root", written over a horizontal line.

Jim Root, Secretary of the Corporation